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8 **UNITED STATES DISTRICT COURT**
9 **SOUTHERN DISTRICT OF CALIFORNIA**
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11 SECURITIES AND EXCHANGE
12 COMMISSION,

Plaintiff,

13 v.

14 PLUS MONEY, INC, and MATTHEW LA
MADRID

Defendants;

15
16 and

17 THE PREMIUM RETURN FUND
18 LIMITED-LIABILITY LIMITED
19 PARTNERSHIP, THE PREMIUM RETURN
20 FUND II LIMITED-LIABILITY LIMITED
21 PARTNERSHIP, THE PREMIUM RETURN
22 FUND III LIMITED-LIABILITY LIMITED
23 PARTNERSHIP, RETURN FUND, LLC,
24 RETURN FUND II, LLC, RETURN FUND
25 III, LLC, RETURN FUND IV, LLC,
26 RETURN FUND V, LLC, RETURN FUND
27 VI, LLC, PALLADIUM HOLDING
28 COMPANY, and DONALD LOPEZ,

Relief Defendants.

Case No. 3:08cv0764 BEN (NLS)

TEMPORARY RESTRAINING ORDER;
(1) FREEZING ASSETS; AND
(2) PROHIBITING THE DESTRUCTION
OF DOCUMENTS; AND ORDER TO
SHOW CAUSE REGARDING
PRELIMINARY INJUNCTION

1 This matter came to be heard upon Plaintiff Securities and Exchange Commission's
2 ("Commission") *Ex Parte* Application For A Temporary Restraining Order; Orders: (1) Freezing
3 Assets; (2) Appointing a Temporary Receiver (3) Requiring Accountings; (4) Prohibiting The
4 Destruction Of Documents, (5) Granting Expedited Discovery; And Order To Show Cause Re
5 Preliminary Injunction and Appointment of A Permanent Receiver (the "Application").
6 The Court, having considered the Commission's Complaint, the Application, the supporting
7 Memorandum of Points and Authorities, Declarations and Exhibits, and all other evidence and
8 argument presented regarding the Application, finds that:

9 A. This Court has jurisdiction over the parties to, and the subject matter of, this action;

10 B. Good cause exists to believe that Defendants Plus Money, Inc. ("Plus Money") and
11 Matthew "Beau" La Madrid ("La Madrid"), and each of them, have engaged in, are engaging in,
12 and are about to engage in transactions, acts, practices and courses of business which constitute
13 violations of Sections 206(1), (2) and (4) of the Investment Advisers Act of 1940 ("Advisers
14 Act"), 15 U.S.C. § 80b-6(1), (2) and (4), and Rule 206(4)-8 thereunder, 17 C.F.R. § 275.206(4)-8;

15 C. The Commission has demonstrated a probability of success on the merits in this
16 case; and the possibility of dissipation of assets;

17 D. Good cause exists to believe that Defendants will continue to engage in such
18 violations to the immediate and irreparable loss and damage to investors and to the general public
19 unless they are restrained and enjoined; and

20 E. It is appropriate, and the interests of justice require, that the Application be granted
21 without notice to Defendants as the Commission has certified in writing pursuant to Federal Rule
22 of Civil Procedure 65(b) and Local Rule 83.3(h) the reasons supporting the Commission's claim
23 that notice should not be required, and it appears from specific facts shown by the declarations and
24 other supporting evidence filed by the Commission that immediate and irreparable injury, loss, or
25 damage will result if notice to Defendants is given.

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I.

IT IS HEREBY ORDERED that the Commission's *Ex Parte* Application is hereby GRANTED in part.

II.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendants Plus Money and La Madrid and their officers, agents, servants, employees, attorneys, and those persons in active concert or participation with any of them, who receive actual notice of this Order, by personal service or otherwise, and each of them, be and hereby are temporarily restrained and enjoined from, by the use of the mails or any means or instrumentality of interstate commerce, directly or indirectly:

- A. employing any device, scheme, or artifice to defraud any client or prospective client; and
- B. engaging in any transaction, practice, or course of business which operates as a fraud or deceit upon any client or prospective client, in violation of Sections 206(1) and (2) of the Advisers Act, 15 U.S.C. § 80b-6(1) and (2).

III.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Defendants Plus Money and La Madrid and their officers, agents, servants, employees, attorneys, and those persons in active concert or participation with any of them, who receive actual notice of this Order, by personal service or otherwise, and each of them, be and hereby are temporarily restrained and enjoined from, directly or indirectly by the use of the mails or any means or instrumentality of interstate commerce:

- A. making any untrue statement of a material fact or omitting to state a material fact necessary to make the statements made, in the light of the circumstances under which they were made, not misleading, to any investor or prospective investor in a pooled investment vehicle; and

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to and an opportunity for the Commission to be heard) in all accounts at any bank, financial institution or brokerage firm, all certificates of deposit, and other funds or assets, held in the name of, for the benefit of, or over which account authority is held by Defendants Plus Money and La Madrid, or the Relief Defendants, or any trust, partnership, joint venture, person or entity affiliated with them (including subsidiaries), including but not limited to the following accounts:

Financial Institution	Account Name	Account Number
Bank of America	Matthew La Madrid / DBA Vision Quest Investments	02600-9593
California Bank & Trust	Matthew La Madrid	2030026026
Charles Schwab & Co.	The Premium Return Fund I, L.L.L.P A Partnership	8039-0141
Charles Schwab & Co.	The Premium Return Fund II, L.L.L.P A Partnership	5045-7535
Charles Schwab & Co.	The Premium Return Fund III, L.L.L.P A Partnership	6058-2121
Charles Schwab & Co.	Matthew Eric La Madrid	3080-1748
Charles Schwab & Co.	Matthew Eric La Madrid	4113-6563
Charles Schwab & Co.	Matthew Eric La Madrid	5333-3398
Huntington National Bank	Palladium Holding Company	27-001064-5
Huntington National Bank	Palladium Holding Company	29-001116-7
Huntington National Bank	Donald Lopez	20-010789-5
EKN Financial Services, Inc.	Palladium Holding Company	4419-5861

VI.

IT IS FURTHER ORDERED that, except as otherwise ordered by this Court, Defendants Plus Money and La Madrid, and their officers, agents, servants, employees, attorneys, subsidiaries and affiliates, and those persons in active concert or participation with any of them, who receive actual notice of this Order, by personal service or otherwise, and each of them, be and hereby are temporarily restrained and enjoined from, directly or indirectly, destroying, mutilating, concealing, transferring, altering, or otherwise disposing of, in any manner, any documents, which includes all books, records, computer programs, computer files, computer printouts, contracts, correspondence, memoranda, brochures, or any other documents of any kind in their possession, custody or control, however created, produced, or stored (manually, mechanically, electronically, or otherwise), pertaining in any manner to Defendants Plus Money and La Madrid, or the Relief Defendants.

VII.

IT IS FURTHER ORDERED that this Temporary Restraining Order shall expire at 5 o'clock p.m. on May 14, 2008, unless, for good cause shown, it is extended or unless the parties against whom it is directed consent that it may be extended for a longer period.

VIII.

IT IS FURTHER ORDERED that at 9:30 a.m. on May 14, 2008, or as soon thereafter as the parties can be heard, Defendants, and each of them, shall appear before the Honorable Roger T. Benitez, Judge of the United States District Court for the Southern District of California, to show cause, if there be any, why a preliminary injunction should not be granted in accordance with the prayer for relief contained in the Complaint filed by the Commission. Any declarations, affidavits, points and authorities, or other submissions in support of, or in opposition to, the issuance of such an Order shall be filed with the Court and delivered to the Commission's Los Angeles Regional Office and the offices of Defendants and/or their attorneys no later than 12:00 o'clock p.m. on May 12, 2008. Any reply papers shall be filed with the Court and delivered to

1 opposing counsel no later than 12:00 o'clock p.m. on May 13, 2008. Service of all such papers
2 shall be made by facsimile or personal service.

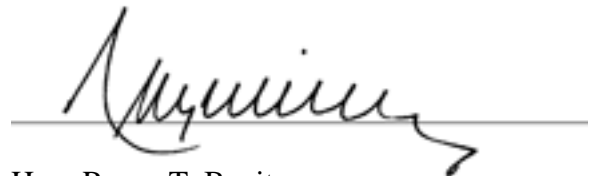
3 **IX.**

4 IT IS FURTHER ORDERED that this Court shall retain jurisdiction over this action for the
5 purpose of implementing and carrying out the terms of all orders and decrees which may be
6 entered herein and to entertain any suitable application or motion for additional relief within the
7 jurisdiction of this Court.

8 IT IS SO ORDERED.

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10 TIME: 2:30 O'clock p.m.

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12 DATED: April 30, 2008

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16 Hon. Roger T. Benitez

17 United States District Judge
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